



**BUSINESS LICENSE COMMISSION**  
**COUNTY OF LOS ANGELES**  
374 KENNETH HAHN HALL OF ADMINISTRATION  
500 WEST TEMPLE STREET  
LOS ANGELES, CA 90012  
(213) 974-7691



May 20, 2013

Suzanne Gonzalez  
Mexican American Opportunity Foundation  
401 North Garfield Avenue  
Montebello, CA 90640

MEMBERS  
**STEVEN AFRIAT**  
*PRESIDENT*  
**RENÉE CAMPBELL**  
*VICE-PRESIDENT*  
**SARA VASQUEZ**  
*SECRETARY*  
**JAMES BARGER**  
*COMMISSIONER*  
**SHAN LEE**  
*COMMISSIONER*

**APPLICATION FOR NOTICE OF INTENTION TO SOLICIT  
AND INFORMATION CARD**

Dear Applicant:

The Business License Commission will hold a hearing on the above matter on **Wednesday, June 12, 2013 at 9:00 a.m.** in Room 374-A, 500 West Temple Street, Los Angeles, CA 90012. Your presence is requested at this hearing. If you are unable to attend you may authorize a representative to appear on your behalf. The representative must present signed and duly notarized letter giving authorization and the reasons you are unable to appear.

**RIGHT TO REPRESENTATION / FOREIGN LANGUAGE SPEAKERS**

**You have the right to be represented at this hearing by an attorney or other individual of your choosing and at your own cost.** In the absence of a representative, you must represent yourself and the hearing will proceed as scheduled.

If you require a translator, you must arrange at your own cost to have present at the hearing either **a professional/certified interpreter or other person who is fluent in both English and your native language.** If you are unable to locate an interpreter, please contact our office and you will be provided a list of interpreting services.

Parking is available at your cost; a map is enclosed for your convenience. **Please note proceedings begin promptly at 9:00 a.m. The Business License Commission reserves the right to reschedule your hearing to a later date for failure to timely appear.**

Sincerely,

STEVEN AFRIAT  
President

Lupe Duron  
Commission Staff

**NOTICE OF INTENTION TO SOLICIT**

To Appeal or Solicit for  
Charitable Purposes in the  
UNINCORPORATED Portions of the  
COUNTY OF LOS ANGELES  
**BUSINESS LICENSE COMMISSION**  
374 Kenneth Hahn Hall of Administration  
500 West Temple Street  
Los Angeles CA 90012  
Telephone: 213/974-7691

RECEIVED  
BOARD OF SUPERVISORS  
COMMISSION SERVICES  
2013 MAY - 7 PM 4:24  
LOS ANGELES COUNTY

15\*

**ALL QUESTIONS MUST BE ANSWERED, PLEASE TYPE OR PRINT.**

(Los Angeles County Code, Volume 3, Title 7, Chapter 7-24 requires that this Notice of Intention to be filed at least 30 days prior to beginning your solicitation or advertisement for your fund-raising activity. No advertisement or solicitation may begin until this office has issued an Information Card. "No" or "None" may be written where appropriate on this form. Additional Information may be added on separate sheets; however *do not* add separate sheets in lieu of answering the questions on this form.)

1. Mexican American Opportunity Foundation When organized: 2/7/1963  
(Full Name of Organization) Incorporated: Yes  
Yes No
2. 401 N. Garfield Ave, Montebello, 90640 (323)890-9600  
(Address: Street, City and Zip Code) (Telephone - Daytime)
3. Suzanne Gonzalez 401 N. Garfield Ave (323)278-3673/  
(Name of Person in Charge of Appeal -- Address and Zip Code) sgonzalez@maof.org  
(Telephone -- Daytime and E-mail Address)
4. TO CONDUCT OR SOLICIT: General Appeal  
(If only to solicit funds, it would be a General Appeal, if a specific event, state type of event)
5. WHERE and WHEN this fund-raising activity will be held: none  
(If specific event, exact dates)
6. Solicitation/Advertisement starts when issued ; ends \_\_\_\_\_  
(Specific date, or when issued) (Last day of specified event)
7. SPECIFIC Purpose of this Solicitation: general fundraiser for various programs
8. ANTICIPATED Gross Goal (Before deducting expenses): \$ 40,000 \$ 40,000 \$ 40,000  
(LOCAL) (STATE) (NATIONAL)
9. If this solicitation or activity is conducted on behalf of another organization, give its name and address and enclose a copy of a letter of authorization from organization(s). none
10. Solicitation/Advertisement to be made by means of (indicate by checking below):  
( ) Volunteer Solicitors ( ) Box Office Sales ( ) Posters ( ) Bulletins  
( ) Paid Solicitors ( ) Telephone ( ) Newspapers  
( ) Personal Approach ( ) Radio/Television ☒ Mail  
Other \_\_\_\_\_ methods \_\_\_\_\_ (specify):  
online via website
11. Admission: \$ none Tickets none Invitations none No. Printed \_\_\_\_\_  
Numbered \_\_\_\_\_

SPECIFY PER PERSON  
PER COUPLE

Selling prices: (Ads, cookies, etc.) \_\_\_\_\_

Cost of Carnival Tickets: \_\_\_\_\_

Games: \_\_\_\_\_

Rides: \_\_\_\_\_

12. Itemized list of ANTICIPATED expenses to be incurred in conducting this solicitation only:

Salaries <u>0</u>	Printing Advertisement <u>6000</u>
Solicitors _____	Stationery/Postage <u>500</u>
Managers _____	Prizes _____
Promoters _____	Cost of Merchandise _____
Other _____	Refreshments/Meals _____
Rents _____	Miscellaneous: _____
Music _____	(Specify) _____
Telephone _____	ANTICIPATED TOTAL \$ <u>6500</u>

13. a. 50% Percent (anticipated) of gross contributions for expenses (divide gross goal --Item No. 8-- into expenses ---Item No. 12---)
- b. 50% Percent (anticipated) of gross contributions to be used as specified in application (subtract percent for expenses --- 13. a. --- from 100%)
- c. N/A Percent of the proceeds to be used outside of Los Angeles County and specify where it will be use (If applicable)

NOTE: PLEASE BREAK ALL PERCENTAGES DOWN TO THE NEAREST TENTH.

14. I the signer of this Notice of Intention, attach hereto copies of the following as required:
- Articles of Incorporation and/or Bylaws of this organization (BOTH if group is incorporated)
  - Names, Titles and Terms of Offices for two Officers of this organization
  - Current Financial Statement (treasurer's report, audit, etc.)
  - A statement of any and all agreements or understandings made or had with any agent, solicitor, promoter or manager of this solicitation, or a copy of such agreement or understanding, if it is in writing.
  - Tax exemption certificate. State & Federal

(Items a, b, c and e above must be submitted. If items c or d do not apply to your group, indicate "none")

I have read and understand the provisions of Los Angeles County Code, volume 3, Title 7, Chapter 7-24 and before authorizing any person to solicit, I will require the solicitor to read Sections 7-24-010 to 7-24-400 of said Ordinance.

Within 30 days after the completion of the solicitation, I will submit the Report of Results of Activity form to the Business License Commission, indicating all receipts and expenditures of this appeal/activity.

PLEASE PRINT NAME AND THEN SIGN. AN OFFICER OF THE ORGANIZATION MUST SIGN.

"I declare under penalty of perjury under the laws of the County of Los Angeles and the State of California that the foregoing is true and correct."

Marti Costello  
(Signature and Title)

401 N. Garfield Ave, Montebello, 90040  
(Complete Address)

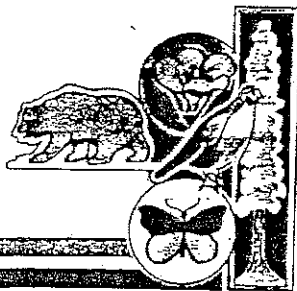
(323) 278-3673  
Daytime Telephone Number Today's Date

NON-COMPLIANCE WITH, OR VIOLATION OF, LOS ANGELES COUNTY CODE, VOLUME 3, TITLE 7, CHAPTER 7-24, IS A MISDEMEANOR PUNISHABLE BY A FINE OR IMPRISONMENT -- OR BOTH.

**IMPORTANT REMINDER:** A current list of officers and a current financial statement or audit must be sent at least once annually to keep your file updated. Other documents are not necessary unless they have new or additional information, or amendments.

Please give the name and telephone number of a person that we may contact for questions regarding the "NOTICE OF INTENTION" application.

Name: Suzanne Gonzalez Telephone No. (323) 278-3673



# State of California

OFFICE OF THE SECRETARY OF STATE

## CORPORATION DIVISION

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

FEB 1 1988



*March Fong Eu*

Secretary of State

RESTATED ARTICLES OF INCORPORATION

OF

MEXICAN AMERICAN OPPORTUNITY FOUNDATION

ENDORSED  
FILED  
In the office of the Secretary of State  
of the State of California

JAN 11 1983

MARCH FONG EU, Secretary of S

DIONICIO MORALES and ALBERT HERNANDEZ, certify:

1. That they are the President and Secretary respectively, of the Mexican American Opportunity Foundation, a California Non-Profit Public Benefit corporation; and

2. That the Articles of Incorporation of this corporation shall be amended and restated to read as follows:

I.

The name of this corporation is MEXICAN AMERICAN OPPORTUNITY FOUNDATION.

II.

This corporation is a non-profit public benefit corporation and is not organized for the private gain of any person. It is organized under the California Non-Profit Public Benefit Corporation Law for charitable and public purposes, to aid in the development of a secure and exemplary American democracy by assisting primarily Mexican Americans ameliorate conditions and problems resulting from social and racial injustice. The specific purpose for which this corporation is organized are:

(a) To provide educational and charitable assistance to the general public by seeking, developing and administering programs, projects, research and related activities on behalf of the socially and economically disadvantaged, children and senior citizens which:

(1). provide child care services, senior citizens services, employment, counseling, placement, shelter, education, training opportunities and such other related services as may be publicly supported;

(2). foster the development of programs and cooperative endeavors with other public or private groups, projects and/or agencies to implement these purposes;

(3). administer, manage and operate child care centers, senior citizen programs and employment training services as may be funded by local, state and federal programs;

(4). seek and solicit grants, funds and public and private support for these purposes.

### III.

This corporation shall have no members.

### IV.

This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code as amended including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code as amended.

(a) Notwithstanding any other provisions of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from Federal and State Income Tax under Section 501(c)(3) of the Internal Revenue Code and Section 214 of the California Revenue & Taxation Code, as amended or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code as amended.

(b) No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

### V.

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this organization shall ever inure to the benefit of or distributed to any director, officer, or member of this corporation, or to the benefit of any private person except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

(a) Upon the winding up or dissolution of this corporation and after paying or adequately providing for all the debts and liabilities of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code as amended or shall be distributed by the Attorney General of the State of California for public

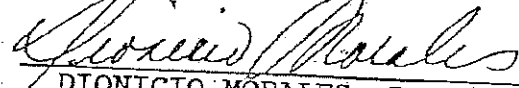
charitable purposes or as may be directed by order of the Superior Court of the State of California.

3. This amendment has been duly approved by the Board of Directors.

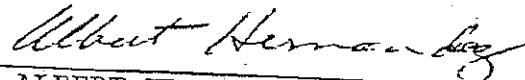
4. There being no members of the corporation, the Board of Directors alone have the authority to adopt the foregoing Restate Articles of Incorporation pursuant to Section 5150 of the California Non-Profit Corporation Law.

#### DECLARATION

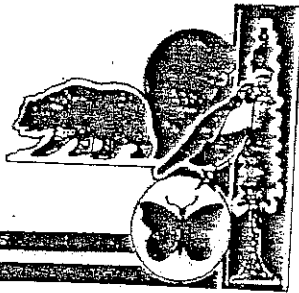
The undersigned individually declare under penalty of perjury under the laws of the State of California that the statements set forth in this certificate of amendment are true and correct and that they executed this document on December 16, 1987 at Los Angeles, California.



DIONICIO MORALES, President



ALBERT HERNANDEZ, Secretary



# State of California

OFFICE OF THE SECRETARY OF STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

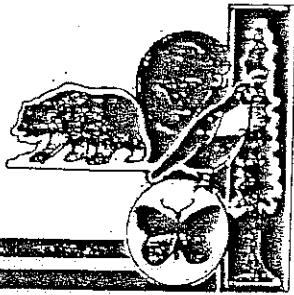
JAN 8 1987



*March Fong Eu*

Secretary of State





# State of California

OFFICE OF THE SECRETARY OF STATE

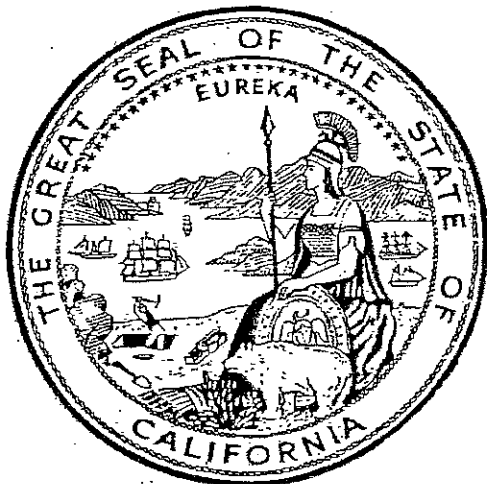
## CORPORATION DIVISION

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

JAN 29 1987



*March Fong Eu*

Secretary of State

JAN 29 1987

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
MEXICAN AMERICAN OPPORTUNITY FOUNDATION

---

Dionicio Morales and Albert Hernandez certify:

1. That we are the President and the Secretary, respectively, of the Mexican American Opportunity Foundation, a California corporation.

2. That the Articles of Incorporation of the Mexican American Opportunity Foundation shall be amended to read as hereinafter set forth in full:

FIRST: The name of this corporation is  
MEXICAN AMERICAN OPPORTUNITY FOUNDATION.

SECOND: This corporation is a Nonprofit Public Benefit Corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes.

THIRD: The corporation shall aid in the development of a secure and exemplary American Democracy by assisting

the many Mexican American communities to ameliorate conditions and solve problems arising out of racial inequities. This corporation shall concentrate specifically on problems and opportunities in fields of employment, training, education and youth development.

The corporation shall extend its services to the areas of housing, family life, senior citizens, recreation, leisure time activities, general health and welfare; and those other areas of social service needs, as may be indicated and for which the corporation may develop avenues of service.

FOURTH: This corporation elects to be governed by all the provisions of the Nonprofit Corporation Law of 1980 not otherwise applicable to it under Part 5 thereof.

FIFTH: The corporation shall have no members.

SIXTH: This corporation shall not, as a substantial part of its activities, carry on propoganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statement or otherwise), in any political campaign on behalf of any candidate for public office.

SEVENTH: The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private persons.

On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for Payment of, all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, religious, scientific or educational purposes and which has established its tax-exempt status under Internal Revenue Code Section 501 (c) (3).

3. The the amendment has been approved by the Board of Directors.

4. The Board of Directors alone was entitled to adopt the foregoing amendment for the reason that this corporation does not have any members and the California Corporations Code permits such amendment to be adopted by the approval of the Board of Directors.

#### DECLARATION

Each of the undersigned declares under penalty of perjury that the statements contained in this Certificate of Amendment of Articles of Incorporation are true of his own knowledge and that this declaration was executed on January 28, 1987, at Los Angeles, California.

Dionicio Morales  
Dionicio Morales, President

Albert Hernandez  
Albert Hernandez, Secretary

BY-LAWS OF  
THE MEXICAN AMERICAN OPPORTUNITY FOUNDATION,  
A CALIFORNIA NONPROFIT PUBLIC BENEFIT CORPORATION

ARTICLE I  
OFFICES

Section 1. PRINCIPAL OFFICE. The corporation's principal office shall be fixed and located at such place as the Board of Directors (herein called the "Board") shall determine. The Board is granted full power and authority to change said principal office from one location to another.

Section 2. OTHER OFFICES. Branch or subordinate offices may be established at any time by the Board at any place or places.

ARTICLE II  
MEMBERSHIP

Section 1. MEMBERS. The corporation shall have no members. Any action which would otherwise require approval by a majority of all members shall require only approval of the Board. All rights which would otherwise vest in the members shall vest in the directors.

Section 2. ASSOCIATES. Nothing in this Article II shall be construed as limiting the right of the corporation to refer to persons associated with it as "members" even though such persons are not members, and no such reference shall constitute anyone a member, within the meaning of Section 5056 of the California Nonprofit

Corporation Law.

### ARTICLE III

#### DIRECTORS

Section 1. POWERS. Subject to the limitations of the Articles and these Bylaws, the activities and affairs of the corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board. The Board may delegate the management of the activities of the corporation to any person or persons, a management company, or committees however composed, provided that the activities and affairs of the corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the Board shall have the following powers in addition to the other powers enumerated in these Bylaws:

(a) To conduct, manage, and control the affairs and activities of the corporation and to make such rules and regulations therefore not inconsistent with law, the Articles, or these Bylaws, as they may deem best.

(b) To adopt, make, and use a corporate seal and to alter the form of such seal from time to time as they may deem best.

Section 2. NUMBER OF DIRECTORS. The authorized number of directors shall be twenty-one (21) until changed by amendment of the Articles or by a Bylaw.

Section 3. SELECTION AND TERM OF OFFICE. Upon nomination by the membership committee, vacancies on the Board are filled by approval of the Board.

Section 4. VACANCIES. Subject to the provisions of Section 5226 of the California Nonprofit Public Benefit Corporation Law, any director may resign effective upon giving written notice to the Chairperson of the Board, the President, the Secretary, or the Board, unless the notice specifies a later time for the effectiveness of such resignation. If the resignation is effective at a future time, a successor may be selected before such time, to take office when the resignation becomes effective.

Vacancies in the Board shall be filled in the same manner as the director(s) whose office is vacant was selected.

A vacancy or vacancies in the Board shall be deemed to exist in case of the death, resignation, or removal of any director or if the authorized number is increased.

The Board may declare vacant the office of a director who has been declared of unsound mind by a final order of court, or convicted of a felony, or found by a final order of judgment of any court to have breached any duty arising under Article 3 of the California Nonprofit Public Benefit Corporation Law.

Section 5. PLACE OF MEETING. Meeting of the Board shall be held at any place within or without the State of California which has been designated from time to time by the Board. In the absence of such

designation, regular meetings shall be held at the principal office of the corporation.

Section 6. REGULAR MEETINGS. Regular meetings of the Board shall be held without call or notice of the fourth Wednesday at 5:00 o'clock P.M., local time; provided, however, should such date fall upon a holiday, then said meeting shall be held at the same time on the next day thereafter ensuing which is a full business day.

Section 7. SPECIAL MEETINGS. Special meetings of the Board for any purpose or purposes may be called at any time by the Chairperson of the Board, the President, any Vice Chairperson, the Secretary, or any two directors.

Special meetings of the Board shall be held upon four (4) days' notice by first-class mail or 24 hours' notice given personally or by telephone, telex, or other similar means of communication. Any such notice shall be addressed or delivered to such director at such director's address as it is shown upon the records of the corporation or as may have been given to the corporation by the director for purposes of notice or, if such address is not shown on such records or is not readily ascertainable, at the place in which the meetings of the directors are regularly held.

Notice by mail shall be deemed to have been given at the time a written notice is deposited in the United States mails, postage prepaid. Any other written notice shall be deemed to have



been given at the time it is personally delivered to the recipient or is delivered to a common carrier for transmission, or actually transmitted by the person giving the notice by electronic means, to the recipient. Oral notice shall be deemed to have been given at the time it is communicated, in person or by telephone or wireless, to the recipient or to a person at the office of the recipient authorized to receive such messages..

Section 8. QUORUM. Eight (8) directors shall constitute a quorum of the Board for the transaction of business, except to adjourn as provided in Section 12 of this Article III. Every act or decision taken by a majority of the directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board, unless a greater number is required by law or by the Articles, except as provided in the next sentence. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of directors, if any action taken is approved by at least a majority of the required quorum for such meeting.

Section 9. PARTICIPATION IN MEETINGS BY CONFERENCE TELEPHONE. Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment, so long as all members participating in such meeting can hear one another.

Section 10. ATTENDANCE AT MEETINGS AND VOTING BY PERSONS AUTHORIZED BY WRITTEN PROXY. For purposes of constituting a quorum or voting on

the transaction of any business, a person in possession of a written proxy, signed by a director and filed with the Secretary of the corporation, shall be counted as a director present at the meeting and shall be entitled to vote on all matters before the board. A proxy shall be deemed signed if the director's name is placed on the proxy by manual signature of the director issuing such proxy.

A proxy issued by a director shall state that the proxy is revoked at the expiration of the meeting(s) at which such proxy is filed with the Secretary of the corporation.

Section 11. WAIVER OF NOTICE. Notice of a meeting need not be given to any director who signs a waiver of notice or a written consent to holding the meeting or an approval of the minutes thereof, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such director. All such waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meetings.

Section 12. ADJOURNMENT. A majority of the directors present, whether or not a quorum is present, may adjourn any directors' meeting to another time and place. Notice of the time and place of holding an adjourned meeting need not be given to absent directors if the time and place is fixed at the meeting adjourned, except as provided in the next sentence. If the meeting is adjourned for more than 24 hours, notice of any adjournment to another time or place shall be given prior to the time of the adjourned meeting to the

directors who were not present at the time of the adjournment.

Section 13. ACTION WITHOUT MEETING. Any action required or permitted to be taken by the Board may be taken without a meeting if all members of the Board shall individually or collectively consent in writing to such action. Such consent or consents shall have the same effect as a unanimous vote of the Board and shall be filed with the minutes of the proceedings of the Board.

Section 14. RIGHTS OF INSPECTION. Every director shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the corporation of which such person is a director, or examine the operation of any specific component by first notifying the President.

Section 15. COMMITTEES. The Board Chairperson may appoint one or more committees, each consisting of two or more directors, and delegate to such committees any of the authority of the Board except with respect to:

(a) The approval of any action for which the California Nonprofit Public Benefit Corporation Law also requires approval of a majority of all members;

(b) The filling of vacancies on any committee;

(c) The amendment or repeal of bylaws or the adoption of the new bylaws;

(d) The amendment or repeal of any resolution of the Board which by its express terms is not so amendable or repealable;

(e) The appointment of other committees of the Board or the members thereof;

(f) The approval of any self-dealing transaction, as such transactions are defined in Section 5233 (a) of the California Nonprofit Public Benefit Corporation Law.

Any such committee must be created, and the members thereof appointed, by resolution adopted by the Board at a duly called meeting, and any such committee may be designated an Executive Committee or by such other name as the Board shall specify. The Board may appoint, in the same manner, alternate members of any committee who may replace any absent member at any meeting of the committee. The Board shall have the power to prescribe the manner in which proceedings of any such committee shall be conducted. In the absence of any such prescription, such committee shall have the power to prescribe the manner in which its proceedings shall be conducted. Unless the Board or such committee shall otherwise provide, the regular and special meetings and other actions of any such committee shall be governed by the provisions of this Article III applicable to meetings and actions of the Board. Minutes shall be kept of each meeting of each committee.

Section 16. FEES AND COMPENSATION. No compensation for services on the Board shall be allowed. Expenses, however, due to duly authorized (by the Board) activities may be paid.

#### ARTICLE IV

##### OFFICERS

Section 1. OFFICERS. The officers of the corporation shall be a Chairperson, Vice Chairpersons, a Secretary, and a Treasurer. The corporation may also have, at the discretion of the Board, one or more Assistant Secretaries, one or more Assistant Treasurers, and such other officers as may be elected or appointed in accordance with the provisions of Section 3 of this Article IV. Any number of offices may be held by the same person except that neither the Secretary nor the Treasurer may serve concurrently as the President or Chairperson of the Board.

Section 2. ELECTION. The Chairperson of the corporation shall be elected by the Board of Directors and shall hold office for two (2) years. The other officers of the corporation, except such officers as may be elected or appointed in accordance with the provisions of Section 3 or Section 5 of this Article IV, shall be chosen annually by, and shall serve at the pleasure of, the Board, and shall hold their respective offices until their resignation, removal, or other disqualification from service, or until their respective successors shall be elected.

Section 3. SUBORDINATE OFFICERS. The Board may elect, and may

empower the Chairperson to appoint, such other officers as the business of the corporation may require, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in these Bylaws or as the Board may from time to time determine.

Section 4. REMOVAL AND RESIGNATION. Any officer may be removed, either with or without cause, by the Board at any time or except in the case of an officer chosen by the Board, by any officer upon whom such power of removal may be conferred by the Board. Any such removal shall be without prejudice to the rights, if any, of the officer under any contract of employment of the officer.

Any officer may resign at any time by giving written notice to the corporation, but without prejudice to the rights, if any, of the corporation under any contract to which the officer is a party. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5. VACANCIES. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these Bylaws for regular election or appointment to such office, provided that such vacancies shall be filled as they occur and not on an annual basis.

Section 6. CHAIRPERSON OF THE BOARD. The Chairperson of the Board shall, if present, preside at all meetings of the Board and exercise and perform such other powers and duties as may be from time to time assigned by the Board.

Section 7. PRESIDENT. Subject to such powers, if any, as may be given by the Board to the Chairperson of the Board, the President is the general manager and chief executive officer of the corporation and has, subject to the control of the Board, general supervision, direction, and control of the business of the corporation. In the absence of the Chairperson of the Board, the President has the general powers and duties of management usually vested in the office of the president and general manager of a corporation and such other powers and duties as may be prescribed by the Board.

Section 8. SECRETARY. The Secretary shall keep or cause to be kept, at the principal office or such other place as the Board may order, a book of minutes of all meetings of the Board and its committees, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at Board and committee meetings, and the proceedings thereof. The Secretary shall keep, or cause to be kept, at the principal office in the State of California the original or a copy of the corporation's Articles and Bylaws, as amended to date.

The Secretary shall give, or cause to be given, notice of all meetings of the Board and any committees thereof

required by these Bylaws or by law to be given, shall keep the seal of the corporation in safe custody, and shall have such other powers and perform such other duties as may be prescribed by the Board.

Section 10. TREASURER. The Treasurer is the chief financial officer of the corporation and shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the corporation. The books of account shall at all times be open to inspection by any director.

The Treasurer shall ascertain that all monies and other valuables are deposited in the name and to the credit of the corporation with such depositories as may be designated by the Board. The Treasurer shall render to the directors monthly or whenever they request it, an account of the financial condition of the corporation, and shall have such other powers and perform such other duties as may be prescribed by the Board.

## ARTICLE V

### OTHER PROVISIONS

Section 1. CONSTRUCTION AND DEFINITIONS. Unless the context otherwise requires, the general provisions, rules of construction, and definitions contained in the General Provisions of the California Nonprofit Corporation Law and in the California Nonprofit Public Benefit Corporation Law shall govern the construction of these Bylaws.

Section 2. AMENDMENTS. These Bylaws may be amended or repealed by



the approval of the Board except that Section 3 of Article III may not be amended to change the right of any entity or person to designate a director without that entity or person's written consent.

## ARTICLE VI

### INDEMNIFICATION

Section 1. DEFINITIONS. For the purposes of this Article VI, "agent" means any person who is or was a director, officer, employee, or other agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust, or other enterprise, or was a director, officer, employee, or agent of a foreign or domestic corporation which was a predecessor corporation of the corporation or of another enterprise at the request of such predecessor corporation; "proceeding" means any threatened, pending, or completed action or proceedings, whether civil, criminal, administrative, or investigative; and "expenses" includes without limitation attorneys' fees and any expenses of establishing a right to indemnification under Section 4 or 5 (b) of this Article VI.

Section 2. INDEMNIFICATION IN ACTIONS BY THIRD PARTIES. The corporation shall have power to indemnify any person who was or is a party or is threatened to be made a party to any proceedings (other than an action by or in the right of the corporation to procure a judgment in its favor, an action brought under Section 5233 of the

California Nonprofit Public Benefit Corporation Law, or an action brought by the Attorney General or a person granted relator status by the Attorney General for breach of duty relating to assets held in charitable trust), by reason of the fact that such person is or was an agent or the corporation, against expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with such proceeding if such person acted in good faith and in a manner such person reasonably believed to be in the best interests of the corporation and, in the case of a criminal proceeding, had no reasonable cause to believe the conduct of such person was unlawful. The termination of any proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which the person reasonably believed to be in the best interests of the corporation or that the person had reasonable cause to believe that the person's conduct was unlawful.

Section 3. INDEMNIFICATION IN ACTIONS BY OR IN THE RIGHT OF THE CORPORATION. The corporation shall have the power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action by or in the right of the corporation, or brought under Section 5233 of the California Nonprofit Public Benefit Corporation Law, or brought by the Attorney General or a person granted relator status by the Attorney General for breach of duty relating to assets held in charitable trust, to procure a judgment in its favor by reason of the fact that such

person is or was an agent of the corporation, against expenses actually and reasonably incurred by such person in connection with the defense or settlement of such action if such person acted in good faith, in a manner the person believed to be in the best interests of the corporation, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances. No indemnification shall be made under this Section 3:

(a) In respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable to the corporation in the performance of such person's duty to the corporation, unless and only to the extent that the court in which such proceeding is or was pending shall determine upon application that, in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for the expenses which such court shall determine;

(b) Of amounts paid in settling or otherwise disposing of a threatened or pending action, with or without court approval; or

(c) Of expenses incurred in defending a threatened or pending action which is settled or otherwise disposed of without court approval, unless it is settled with the approval of the Attorney General.

Section 4. INDEMNIFICATION AGAINST EXPENSES. To the extent that an agent of the corporation has been successful on the merits in defense of any proceeding referred to in Section 2 or 3 of this Article VI or in defense of any claim, issue, or matter therein, the agent shall be indemnified against expenses actually and reasonably incurred by the agent in connection therewith.

Section 5. REQUIRED DETERMINATIONS. Except as provided in Section 4 of this Article VI any indemnification under this Article VI shall be made by the corporation only if authorized in the specific case, upon a determination that indemnification of the agent is proper in the circumstances because the agent has met the applicable standard of conduct set forth in Section 2 or 3 of this Article VI, by:

(a) A majority vote of a quorum consisting of directors who are not parties to such proceedings; or

(b) The court in which such proceeding is or was pending upon application made by the corporation or the agent or the attorney or other person rendering services in connection with the defense, whether or not such application by the agent, attorney, or other person is opposed by the corporation.

Section 6. ADVANCE OF EXPENSES. Expenses incurred in defending any proceeding may be advanced by the corporation prior to the final disposition of such proceeding upon receipt of an undertaking by or on behalf of the agent to repay such amount unless it shall be determined ultimately that the agent is entitled to be indemnified as

authorized in this Article VI.

Section 7. OTHER INDEMNIFICATION. No provision made by the corporation to indemnify its or its subsidiary's directors or officers for the defense of any proceeding, whether contained in the Articles, Bylaws, a resolution of members or directors, an agreement, or otherwise, shall be valid unless consistent with this Article VI. Nothing contained in this Article VI shall effect any right to indemnification to which persons other than such directors and officers may be entitled by contract or otherwise.

Section 8. FORMS OF INDEMNIFICATION NOT PERMITTED. No indemnification or advance shall be made under this Article VI, except as provided in Section 4 or 5 (b), in any circumstances where it appears:

(a) That it would be inconsistent with a provision of the Articles, these Bylaws, or an agreement in effect at the time of the accrual of the alleged cause of action asserted in the proceeding in which the expenses were incurred or other amounts were paid, which prohibits or otherwise limits indemnification; or

(b) That it would be inconsistent with any condition expressly imposed by a court in approving a settlement.

Section 9. INSURANCE. The corporation shall have power to purchase and maintain insurance on behalf of any agent of the corporation against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such whether or

not the corporation would have the power to indemnify the agent against such liability under the provisions of this Article VI, provided, however, that a corporation shall have no power to purchase and maintain such insurance to indemnify any agent of the corporation for a violation of Section 5233 of the California Nonprofit Public Benefit Corporation Law.

Section 10. NONAPPLICABILITY TO FIDUCIARIES OF EMPLOYEE BENEFIT PLANS. This Article VI does not apply to any proceeding against any trustee, investment manager, or other fiduciary of an employee benefit plan in such person's capacity as such, even though such person may also be an agent of the corporation as defined in Section 1 of this Article VI. The corporation shall have power to indemnify such trustee, investment manager, or other fiduciary to the extent permitted by subdivision (f) of Section 207 of the California General Corporation Law.

#### CERTIFICATE OF SECRETARY

I, the undersigned, certify that I am the presently elected and acting Secretary of the MEXICAN AMERICAN OPPORTUNITY FOUNDATION, a California Nonprofit Public Benefit Corporation, and the above Bylaws, consisting of 18 pages, are the Bylaws of this Corporation as adopted at a meeting of the Board of Directors held on \_\_\_\_\_, 198\_\_.

DATED: January 17, 1987

Robert Hernandez  
SECRETARY

# STATE OF CALIFORNIA



## OFFICE OF THE SECRETARY OF STATE

I, **EDMUND G. BROWN JR.**, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the **RECORD** on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

APR 8 1971



*Edmund G. Brown Jr.*  
Secretary of State

ENDORSED  
FILED  
In the Office of the Secretary of State  
of the State of California  
APR 8 1971

CERTIFICATE OF AMENDMENT  
OF ARTICLES OF INCORPORATION OF THE  
MEXICAN AMERICAN OPPORTUNITY FOUNDATION

EDMUND S. BROWN Jr., Secretary of State  
By F. COLBY VOGEL  
Deputy

The undersigned, Ben Rocha and Amin David, hereby certify that they were respectively and have been at all times herein mentioned the duly elected and acting President, and the duly elected and acting Secretary of the Mexican American Opportunity Foundation, a non-profit corporation, and that:

At a regularly scheduled meeting of the Board of Directors of the said Mexican American Opportunity Foundation, duly held at Los Angeles, California, at 7:30 P.M., on October 28, 1970, the following resolution was adopted by unanimous vote:

WHEREAS, it is deemed by the Board of Directors of this Corporation, that it is in the best interests of the Corporation that its articles of incorporation be amended by adding new material as hereinafter provided:

BE IT RESOLVED THAT, there be added to Article II of the Articles of Incorporation of the Corporation, between page 1, lines 32 and page 2, line 1 thereof, an additional paragraph to be numbered 7, as follows:

7. To develop and implement manpower and other related programs designed to correct and alleviate problems which adversely affect Mexican American communities in California and any other State of the Union; to provide technical assistance for projects such as housing and entrepreneurship; and to develop, implement, provide, and/or give technical assistance in any other community service activity of direct interest or concern to the Mexican American Community.

FURTHER RESOLVED THAT, the Board of Directors of this Corporation hereby adopt and approve this amendment of its



1 Articles of Incorporation, and

2       FURTHER RESOLVED THAT, the President and Secretary be and  
3 they are hereby authorized and directed to sign and verify by  
4 their oaths and to file a certificate in the form and manner re-  
5 quired by Section 3672 of the Corporation Code of the State of  
6 California, and in general do any and all other things necessary  
7 to effect said amendment in accordance with said Section 3672.

8       That the foregoing additional material was adopted by an  
9 affirmative vote of the majority of the members of the Corpora-  
10 tion by written consent.

11       The number of members constituting a quorum is 13. The  
12 number of members who consented to the amendment is 13.

13       The wording of the added article, as set forth in the  
14 members' consent, is the same as that set forth in the above  
15 directors' resolution.

16       IN WITNESS WHEREOF, the undersigned have executed this  
17 certificate of amendment this 25th day of March, 1971.

18       We certify under penalty of perjury that the foregoing is  
19 true and correct.

20  
21 Executed on March 25, 1971, at Los Angeles, California.

22  
23 Ben Rocha  
24 Ben Rocha, President

25  
26 Amin David  
27 Amin David, Secretary  
28  
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# STATE OF CALIFORNIA



## DEPARTMENT OF STATE

*To all whom these presents shall come, Greetings:*

I, FRANK M. JORDAN, *Secretary of State of the State of California*, hereby certify:

That the annexed transcript has been compared with the RECORD on file in my office, of which it purports to be a copy, and that the same is full, true and correct.

In testimony whereof, I, FRANK M. JORDAN,  
*Secretary of State*, have hereunto caused the Great  
Seal of the State of California to be  
affixed and my name subscribed, at  
the City of Sacramento, in the State  
of California,  
this AUG 1 1966



*Frank M. Jordan*  
Secretary of State

By *Walter L. Smith*  
Assistant Secretary of State

FILED  
Office of the Secretary of State  
of the State of California

JUL 29 1966

FRANK M. JORDAN, Secretary of State  
By Bill Holden  
Deputy

CERTIFICATE OF AMENDMENT OF ARTICLES  
OF INCORPORATION OF THE EQUAL OPPORTUNITY  
FOUNDATION

The undersigned, GILBERT MEJIA and FRANK MACIAS hereby certify that they are respectively and have been at all times herein mentioned a duly elected and acting President and the duly elected and acting Secretary of the EQUAL OPPORTUNITY FOUNDATION and that:

At a regularly scheduled meeting of the Board of Directors of the said EQUAL OPPORTUNITY FOUNDATION, duly held at Los Angeles, California at 8:00 p.m. on the 9th day of December, 1965, the following resolution was adopted by unanimous vote:

WHEREAS it is deemed by the Board of Directors of this Corporation, that it is in the best interests of the Corporation that its articles of incorporation be amended as hereinafter provided;

NOW THEREFORE BE IT RESOLVED that Article I of the Articles of Incorporation of the Corporation be amended to read as follows:

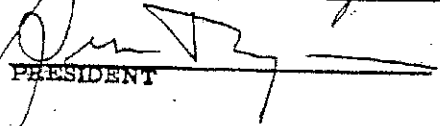
I:  
~~ARTICLE I~~ That the name of the Corporation be "MEXICAN AMERICAN OPPORTUNITY FOUNDATION."

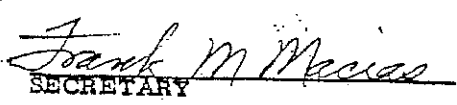
FURTHER RESOLVED that the Board of Directors of this Corporation hereby adopt and approve this amendment of its Articles of Incorporation, and

FURTHER RESOLVED that the President and Secretary be and they are hereby authorized and directed to sign and verify by their oaths and to file a certificate in the form and manner required by Section 3872 of the Corporation Code of the State of California and in general do any and all other things necessary to affect said amendment in accordance with said Section 3873.

TWO: That the foregoing amendment was adopted by an affirmative vote of the majority of the members of the Corporation by written consent, and the wording of the amended article, as set forth in the written consent is, the same as that set forth in the above directors' resolution. The number of members constituting a quorum is 13. The number of members who consented to the amendment is 13.

IN WITNESS WHEREOF, the undersigned have executed this certificate of amendment this 17 day of June, 1966.

  
PRESIDENT

  
SECRETARY

1 STATE OF CALIFORNIA

2 County of Los Angeles

ss:

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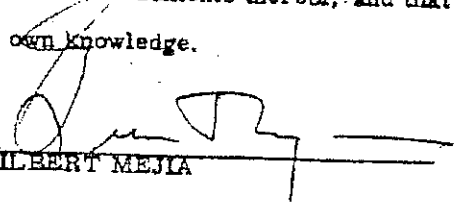
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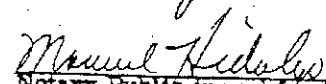
GILBERT MEJIA and FRANK MACIAS being duly sworn, depose  
and say that they are officers of the EQUAL OPPORTUNITY FOUNDATION, that  
they have read the foregoing Certificate and know the contents thereof, and that  
the matters therein stated are true of their own knowledge.

  
GILBERT MEJIA

  
FRANK MACIAS

Subscribed and sworn to before me this

17 day of June, 1966.

 MANUEL HIDALGO  
Notary Public in and for the County of  
Los Angeles, State of California.

# STATE OF CALIFORNIA



## DEPARTMENT OF STATE

*To all whom these presents shall come, Greetings:*

I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:

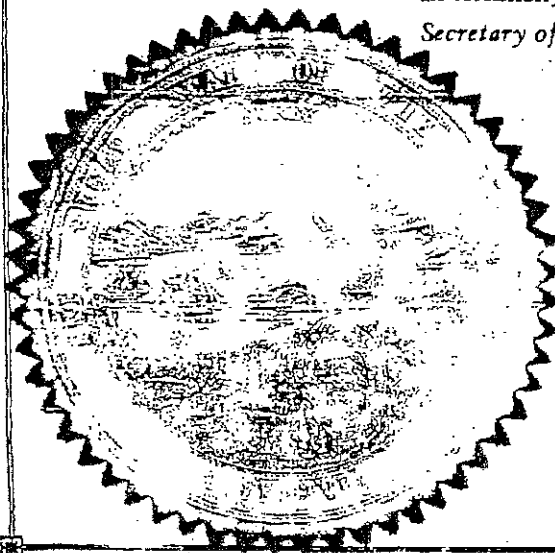
That the annexed transcript has been compared with the RECORD on file in my office, of which it purports to be a copy, and that the same is full, true and correct.

In testimony whereof, I, FRANK M. JORDAN, Secretary of State, have hereunto caused the Great Seal of the State of California to be affixed and my name subscribed, at the City of Sacramento, in the State of California,

this FEB 7 1963

*Frank M. Jordan*  
Secretary of State

By *Walter L. Stichter*  
Assistant Secretary of State



ARTICLES OF INCORPORATION

OF

EQUAL OPPORTUNITY FOUNDATION

KNOW ALL MEN BY THESE PRESENT:

ARTICLE I

The name of this corporation shall be: EQUAL OPPORTUNITY  
FOUNDATION.

ARTICLE II

The primary purposes of this corporation are:

1. To advance the general education of Mexican-American Youth through a program of vocational guidance and counseling.
2. To seek out available scholarships for Mexican-American students and to select and screen qualified applicants for such scholarships
3. To work in conjunction with the Institute of Industrial Relations, of the University of California at Los Angeles and other universities for the purpose of studying the impact of the technological and economic change upon the Mexican-American student of Southern California. This will include the research into the reason for the "drop-outs" of the Mexican-American students from school. Furthermore, to conduct periodic studies of the problems of the education of children of the migrant worker.
4. To publish data obtained from all research for the use of high schools, colleges, universities and the general public throughout the United States.
5. To develop a program of district organization wherein there exists large concentrations of Mexican-American in order to make available to them the services and counselling of this foundation and to assist them in planning and executing programs for the prevention of juvenile delinquency.
6. To enlist the cooperation of other local governmental and private inter-group relations agencies doing work in the area of equal opportunities and seek out improved community services.

ENDORSED  
FILED  
In the Office of the Secretary of State  
of the State of California  
FEB 7 1963  
JORDAN, Secretary of State  
by G. E. SWENNEY  
Deputy

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ARTICLE III

The county in this state in which the principal office for the transaction of the business of this corporation is to be located is, Los Angeles County.

ARTICLE IV

This corporation is organized pursuant to Part I of Division Two of the Corporations Code of the State of California, also known as the General Nonprofit Corporation Law.

ARTICLE V

The number of directors of this corporation shall be, Four.

The names and addresses of the persons who are appointed to act as the first directors are:

<u>NAME:</u>	<u>ADDRESS:</u>
DR. GEORGE BORRELL,	2345 Moreno Drive Los Angeles, California
J. ANTHONY RAMIREZ,	2937 Parkview Drive Alhambra, California
RAYMOND TAFOYA,	9718 Aero Drive Pico-Rivera, California
WALTER HAMBLY	8134 South Passons Pico-Rivera, California

ARTICLE VI

The authorized number and qualification of members of the corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability to dues or assessments and the method of collection thereof, shall be set forth in the by-laws.

ARTICLE VII

This corporation is one which does not contemplate pecuniary gain or profit to the members thereof and is organized solely for nonprofit purposes; any and all assets of the corporation are irrevocably dedicated to charitable purposes and no part of any net earnings or assets shall inure to the benefit of any member or any other individual. Upon the dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, all assets of this corporation shall go and be distributed to an organization, association, fund or foundation organized and operated

BY-LAWS

EQUAL OPPORTUNITY FOUNDATION

ARTICLE I... Name

The name of this organization shall be the EQUAL OPPORTUNITY FOUNDATION.

ARTICLE II... Purposes

The primary and general purposes shall be charitable and educational in scope and shall be in keeping with Article II of the Articles of Incorporation.

ARTICLE III... Membership

The membership in this corporation shall be open to all persons and groups whose objectives are in accord with the aims and purposes of the Foundation.

ARTICLE IV... Dues

Dues shall be payable annually in advance and adjusted to a yearly basis on January of the succeeding year as per the following schedule:

a. Corporate.....	\$1,000.00
b. Sponsor.....	500.00
c. Contributing.....	50.00
d. Participation.....	25.00
e. Sustaining.....	5.00
f. General.....	2.00
g. Active.....	1.00 per month

ARTICLE V... Meetings of the Membership

1. Annual Meetings

a. The annual meeting of the General Membership shall be held on January 31, of each year, at which time, reports and recommendations from officers and the Executive Director will be made for transaction of such other business as may be properly brought before the meeting and for the purpose of electing a Board of Directors by plurality vote of the general membership.

2. Special Meetings

a. Special meetings of the foundation may be called by the President or by a majority of the elected officers.



1 3. Notice of Meetings

2 a. Notice of all foundation meetings shall be given in writing  
3 to the membership listed on the official roster, by the secretary.

4 ARTICLE VI...Directors; Management

5 1. Powers

6 a. All corporate powers regarding business and affairs of this  
7 foundation shall be exercised, controlled and be under the authority of the Board  
8 of Directors.

9 2. Number and Qualification

10 a. The authorized number of directors of the foundation shall  
11 be fifty (50) until changed by amendment to this section of these By-Laws.

12 3. Election and Tenure

13 a. Henceforth, all directors shall be elected for a term of  
14 one year.

15 b. The officers named in Article VIII, section a, shall be  
16 elected for a term of two year until their successors are elected and qualified.

17 c. All matters relating to elections and tenure shall be by  
18 committee recommendations and at the discretion of the board.

19 4. Vacancies

20 a. Vacancies occurring on the Board of Directors may be filled  
21 by a majority of the remaining directors for the unexpired term.

22 5. Voting

23 a. All board members at regular, special or annual meetings  
24 shall be entitled to one vote in person or by written proxy presented to the  
25 Secretary at least twenty-four hours in advance of said meetings.

26 6. Parliamentary Authority

27 a. The rules contained in Robert's Rules of Order, revised,  
28 shall govern the council in all cases which are applicable or not consistent  
29 with these By-Laws or special rules of order.

30 7. Affiliations

31 a. The Board of Directors shall be empowered to issue certi-  
32 ficates of affiliation to groups whose objectives are in keeping with the purposes

1 of the foundation.

2 ARTICLE VII... Board Meetings

3 1. Regular Board Meetings

4 a. Shall be held on the second Wednesday of every month.

5 b. Written notice of such regular board meetings shall be  
6 given one week in advance and adjusted thereby because of holidays.

7 c. All members of the foundation may attend board meetings;  
8 speak, make recommendations, but may not make motions or vote.

9 d. Any board member failing to attend three consecutive board  
10 meetings shall be deemed cause for suspension from the Board of Directors.

11 2. Quorum

12 a. For the purposes of transacting business a quorum shall con-  
13 sist of the majority of elected directors.

14 ARTICLE VIII... Officers

15 1. Elected Officers

16 a. The officers shall be president, a first vice-president, a  
17 second vice-president, a treasurer and a secretary. Officers shall be elected  
18 from among the fifty directors.

19 b. Election of officers shall take place at the first meeting of  
20 the Board of Directors following the annual meeting. All elected officers  
21 shall serve for a term of two full years.

22 2. Removal and Resignation

23 a. Any board member may be removed with or without cause  
24 by a two-thirds majority of the board at any regular or special meeting.

25 b. Any board member may resign at any time by giving written  
26 notice. Resignation shall take effect as of receipt of notice unless otherwise  
27 specified and approved by the board.

28 3. Succession of Office

29 a. In the event of resignation, removal, death, or incapacity,  
30 the first vice-president shall become president until termination of remainder  
31 of current term.

1 4. President

2 a. The president shall be the chief executive officer of the  
3 of the Board of Directors, be responsible for the conduct  
4 corporation and shall, subject to the control of the business and affairs of the  
5 corporation. He shall preside at all meetings. He shall be ex-officio a member  
6 of all standing committees and shall have the general powers and duties of  
7 management usually vested in the office of the president of a corporation and  
8 have such other powers and duties as may be prescribed by the Board of  
9 Directors and the By-Laws.

10 5. Secretary

11 a. The secretary shall keep, or cause to be kept, a book of  
12 minutes at the principal office or such other place as the board may order,  
13 of all meetings of directors and members with the time and place of holding,  
14 whether regular or special, and if special, how authorized, the notice thereof  
15 given, the names of those present at director's meetings and the proceedings  
16 thereof.

17 b. The secretary shall give, or cause to be given, notice of  
18 all meetings of the members and of the Board of Directors required by the  
19 By-Laws or by law to be given; he shall keep the seal of the corporation and  
20 affix said seal to all documents requiring said seal, and shall have such other  
21 powers and perform such other duties as may be prescribed by the board and  
22 By-Laws.

23 6. Treasurer

24 a. The treasurer shall receive and keep all the funds of the  
25 corporation and pay them out only on the check of the corporation signed in  
26 the manner authorized by the board. The treasurer shall make monthly  
27 financial reports to the board.

28 ARTICLE IX... Committees and Boards

29 1. The president may appoint such committees as may be necessary  
30 consistent with the Articles of Incorporation, By-Laws and general corpora-  
31 tions laws of California.

32 2. Standing Committees

a. Ways and Means

c. Education & Youth

b. Membership

d. Research

3. Special committees, boards and/or memberships may from time to time be appointed; Corporate, Honorary, Associate, Emeritus membership or Board of Directors.

#### ARTICLE X... Amendments of By-Laws

1. New By-Laws may be adopted or those By-Laws may be repealed or amended at the annual meeting, or at any other meeting members called for that purpose, by a vote of members entitled to exercise a two-thirds majority of the voting power of the foundation.

Whenever an amendment or new by-law is adopted, it shall be copied in the book of By-Laws with the original By-Laws in the appropriate place. If any By-Laws are repealed, the fact of repeal with the date of the meeting at which the repeal was enacted or written assent was filled shall be stated in said book.

#### ARTICLE XI... Corporate Seal

The corporate seal shall be circular in form, and shall have inscribed thereon the name of the corporation, the date of its corporation, and the word "California".

#### ARTICLE XII... Executive Director

##### 1. Appointment

The board shall appoint an executive director who shall be qualified to carry out the purposes of the corporation.

##### 2. Responsibilities.

The executive director shall be responsible for the direct supervision of the work of the corporation. He or she shall submit monthly reports of the work of the corporation to the Board of Directors and prepare an annual budget for approval of the board, he or she shall be responsible for carrying out the policies and program of the corporation and for the appointment and discharge of personnel in accordance with procedure determined by the board.

#### ARTICLE XIII... Corporate records and reports - inspection

##### 1. Records

1           The corporation shall maintain adequate and correct accounts,  
2 books and records of its business and properties. All of such books, records  
3 and accounts shall be kept at its principal office in the State of California, as  
4 fixed by the Board of Directors from time to time.

2. Inspection of Books and Records

6           All books and records provided by the foundation shall be open  
7 to inspection by the directors and members.

8           3. Certification and Inspection of By-Laws

9           The original or a copy of these By-Laws, as amended or other-  
10 wise altered to date, certified by the secretary shall be open to inspection by the  
11 members.

12           4. Checks, Drafts, Etc.

13           All checks, drafts, or other order for payment of money, notes  
14 or other evidences of indebtedness, issued in the name of payable to the cor-  
15 poration, shall be signed or endorsed by such persons and in such manner as  
16 shall be determined from time to time by resolution of the Board of Directors.

17           5. Contracts, Etc. - How executed

18           The Board of Directors, except as in the By-Laws otherwise  
19 provided, may authorize any officer or officers, agent or agents, to enter into  
20 any contract or execute any instrument in the name of and on behalf of the cor-  
21 poration. Such authority may be general or confined to specific instances. Un-  
22 less so authorized by the Board of Directors, no officer, agent, or employee  
23 shall have any power or authority to bind the corporation by any contract or  
24 engagement, or to pledge its credit, or to render it liable for any purpose or to  
25 any amount.

26                           ARTICLE XIV... Non-Partisanship

27           This organization shall be non-sectarian, non-partisan and  
28 shall at all times avoid the sponsoring of the political candidates for partisan  
29 office.  
30  
31  
32

1 exclusively for charitable, religious, scientific or educational purposes and  
2 which is recognized as a tax-exempt, nonprofit corporation by the U. S. Bureau  
3 of Internal Revenue.

4 If the corporation holds any assets in trust at the time of dissolution  
5 thereof, such assets shall be disposed of in such manner as may be directed  
6 by decree of the Superior Court in the county in which the dissolved corpora-  
7 tion had its principal office, upon petition therefor by the Attorney General  
8 or any person concerned in the liquidation.

9 IT WITNESS WHEREOF, the undersigned have executed these Articles  
10 of Incorporation, this 22 day of January, 1963.

11 Dr. George Borrell  
12 DR. GEORGE BORRELL,  
13 Incorporator

14 J. Anthony Ramirez  
15 J. ANTHONY RAMIREZ,  
16 Incorporator

17 Raymond Tafuya  
18 RAYMOND TAFUYA,  
19 Incorporator

20 Walter Hambly  
21 WALTER HAMBLY,  
22 Incorporator

23 Sworn and subscribed to before me on this 22 day of January, 1963.

24 Notary Public  
25 Notary Public:

26 STATE OF CALIFORNIA )  
27 ) ss  
28 County of Los Angeles )

29 On this 22 day of January, 1963, before me, a Notary Public in  
30 and for said County and State, personally appeared, Dr. George Borrell,  
31 J. Anthony Ramirez, Raymond Tafuya, Walter Hambly, known to me to be  
32 the persons whose names are subscribed to the foregoing Articles of Incorporation.

Witness my hand and official seal.

Manuel Hidalgo MANUEL HIDALGO  
Notary Public in and for said  
County and State.

My Commission Expires Aug. 26, 1966



MEXICAN AMERICAN OPPORTUNITY FOUNDATION

**BOARD OF DIRECTORS**

**Mar-13**

**Carlos J. Viramontes**  
Chairperson

**Martin Castro, President**  
[mcastro@maof.org](mailto:mcastro@maof.org)

**Mike Roddy**  
1<sup>st</sup> Vice Chairman

**Bill Izabal**  
2<sup>nd</sup> Vice Chairman

**Alex Chaves**  
Member at Large

**Roy Jasso**  
Treasurer

**Maria Amarillas Degilliland**  
Secretary

**Teresa Sanchez Gordon**  
Member at Large

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Mobil 714/469 9037  
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STATE OF CALIFORNIA  
FRANCHISE TAX BOARD  
PO BOX 942857  
SACRAMENTO CA 94257-0540

## Entity Status Letter

Date: 2/22/2013

ESL ID: 6951403953

According to our records, the following entity information is true and accurate as of the date of this letter.

Entity ID: 0445683

Entity Name: MEXICAN AMERICAN OPPORTUNITY FOUNDATION

- ☒ 1. The entity is in good standing with the Franchise Tax Board.
- ☐ 2. The entity is **not** in good standing with the Franchise Tax Board.
- ☒ 3. The entity is currently exempt from tax under Revenue and Taxation Code (R&TC) Section 23701 d.
- ☐ 4. We do not have current information about the entity.

The above information does not necessarily reflect:

- The entity's status with any other agency of the State of California, or other government agency.
- If the entity's powers, rights, and privileges were suspended or forfeited at any time in the past, or the entity did business in California at a time when it was not qualified or not registered to do business in California:
  - The status or voidability of any contracts made in California by the entity at a time when the entity was suspended or forfeited (R&TC Sections 23304.1, 23304.5, 23305a, 23305.1).
  - For entities revived under R&TC Section 23305b, any time limitations on the revivor or limitation of the functions that can be performed by the entity.

## Internet and Telephone Assistance

Website: [ftb.ca.gov](http://ftb.ca.gov)

Telephone: 800.852.5711 from within the United States

916.845.6500 from outside the United States

TTY/TDD: 800.822.6268 for persons with hearing or speech impairments

Internal Revenue Service

Department of the Treasury

District  
Director

P.O. Box 2350, Los Angeles, Calif. 90053

Mexican American Opportunity  
Foundation  
401 N. Garfield Avenue  
Montebello, CA 90640-2901

Person to Contact: Stephen M. Klopp

Telephone Number: 213-894-2289

Refer Reply to: E0102496

Date: OCT 24 1996

re:#95-2594166

Dear Taxpayer:

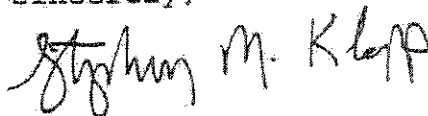
This letter is in response to your request for a copy of the determination letter for the above named organization.

Our records indicate that this organization was recognized to be exempt from Federal income tax in December 1963 as described in Internal Revenue Code Section 501(c)(3). It is further classified as an organization that is not a private foundation as defined in Section 509(a) of the Code, because it is an organization described in Section 509(a)(2).

The exempt status for the determination letter issued in December 1963 continues to be in effect.

If you need further assistance, please contact our office at the above address or telephone number.

Sincerely,



Disclosure Assistant